

ACCESS AGREEMENT

Mass Merchandisers, Inc. ("MMI") and Hallie C. Ormond ("Ormond"), acting by and through C. C. Grisham as his attorney in fact, hereby agree as follows:

1. Ormond is the owner of certain real property in or near Omaha, Arkansas, known as the "Arkwood Site."

2. Ormond has given a general power of attorney to C. C. Grisham. A true copy of the power of attorney is attached as Exhibit A to this Access Agreement.

3. On September 18, 1985, EPA published a notice in the Federal Register proposing to add the Arkwood site to the National Priorities List. 50 Fed. Reg. 37950.

4. On May 15, 1986, MMI entered into a consent Administrative Order with the Environmental Protection Agency by which MMI agreed to perform a Remedial Investigation and Feasibility Study (RI/FS) for the Arkwood Site under the Comprehensive Environmental Response, Compensation, and Liability Act of 1980 (CERCLA), 42 U.S.C. § 9601 et seq.

5. In order to perform the RI/FS contemplated by the consent Administrative Order, MMI, EPA, and their duly authorized agents, representatives, and contractors will need access to the Arkwood site and authorization to inspect, survey, collect samples, conduct tests, and perform other work related to the RI/FS.

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6. Section 103 of CERCLA empowers EPA to obtain by compulsory process access to the Arkwood site for the purpose of conducting the RI/FS.

7. In order to avoid litigation and to expedite performance of the RI/FS, Ormond hereby grants to MMI, EPA, and their duly authorized agents, representatives, and contractors the right of access to the Arkwood site and permission to inspect, survey, collect samples, conduct tests, and perform all other work related to the RI/FS.

8. The right of access granted by this agreement shall expire upon the completion and EPA approval of the Arkwood Site RI/FS.

9. MMI and Ormond agree that this Access Agreement shall not alter, waive, satisfy, release, increase, decrease, or otherwise modify any claims or rights that either party may have against one another or against any other third party with respect to the Arkwood Site.

Agreed this _____ day of May, 1986.

Hallie C. Ormond

By _____
C. C. Grisham
Attorney in Fact

Mass Merchandisers, Inc.

By _____
Stuart Braznell

AUTHENTICATION

STATE OF ARKANSAS)
COUNTY OF PULASKI) SS.

I, _____, a duly authorized notary public, state that on this _____ day of _____, 1986, C. C. Grisham and Stuart Braznell, to me well known, appeared before me and executed the foregoing Access Agreement on behalf of Hallie C. Ormond.

Notary Public

My Commission Expires:

(S E A L)